

Musk Metals Corp.
(Formerly Gold Plus Mining Inc.)
Consolidated Financial Statements
March 31, 2021
(Expressed in Canadian Dollars)

Musk Metals Corp.
(Formerly Gold Plus Mining Inc.)
Consolidated Financial Statements
March 31, 2021
(Expressed in Canadian dollars)

<u>Index</u>	<u>Page</u>
Independent Auditor's Report	1-2
Financial Statements:	
Consolidated Statements of Financial Position	3
Consolidated Statements of Loss and Comprehensive Loss	4
Consolidated Statements of Changes in Shareholders' Equity (Deficiency)	5
Consolidated Statements of Cash Flows	6
Notes to the Consolidated Financial Statements	7 - 22



DALE MATHESON CARR-HILTON LABONTE LLP
CHARTERED PROFESSIONAL ACCOUNTANTS

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Musk Metals Corp. (Formerly Gold Plus Mining Inc.)

Opinion

We have audited the consolidated financial statements of Musk Metals Corp. (the "Company"), which comprise the consolidated statements of financial position as at March 31, 2021 and 2020, and the consolidated statements of loss and comprehensive loss, changes in shareholders' equity (deficiency) and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies (collectively referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at March 31, 2021 and 2020, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards.

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 1 to the financial statements. As stated in Note 1, events and conditions indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Other Information

Management is responsible for the other information. The other information comprises the information included in Management's Discussion and Analysis.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

We obtained Management's Discussion and Analysis prior to the date of this auditor's report. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

The engagement partner on the audit resulting in this independent auditor's report is David Goertz.

DMCL

**DALE MATHESON CARR-HILTON LABONTE LLP
CHARTERED PROFESSIONAL ACCOUNTANTS**

Vancouver, BC

July 29, 2021



An independent firm
associated with Moore
Global Network Limited

Musk Metals Corp.
(Formerly Gold Plus Mining Inc.)
Consolidated Statements of Financial Position
Expressed in Canadian dollars

	Note	March 31, 2021 \$	March 31, 2020 \$
ASSETS			
Current assets			
Cash		580,050	4,702
Sales tax recoverable and other receivables		8,866	1,522
Total current assets		588,916	6,224
Exploration and evaluation assets	5	1,987,922	110,281
Total assets		2,576,838	116,505
LIABILITIES			
Current liabilities			
Accounts payables and accrued liabilities	6	390,025	162,267
Due to related parties	11	57,125	38,000
Other liabilities	7	27,811	-
Loans	8	-	29,900
Total liabilities		474,961	230,167
SHAREHOLDERS' EQUITY (DEFICIENCY)			
Share capital	9	3,011,410	469,838
Reserve	10	856,908	25,700
Subscriptions received	15	89,450	-
Accumulated deficit		(1,855,891)	(609,200)
Total shareholders' equity (deficiency)		2,101,877	(113,662)
Total liabilities and shareholders' equity (deficiency)		2,576,838	116,505

Nature of operations and going concern (Note 1)
Subsequent events (Note 15)

Approved on behalf of the Board:

Nader Vatanchi (signed)
Nader Vatanchi, Director

Mario Pezzente, (signed)
Mario Pezzente, Director

The accompanying notes are an integral part of these consolidated financial statements.

Musk Metals Corp.
(Formerly Gold Plus Mining Inc.)
Consolidated Statements of Loss and Comprehensive Loss
Expressed in Canadian dollars

	Note	For the Year Ended March 31,	
		2021	2020
		\$	\$
EXPENSES			
Consulting		732,900	34,390
Corporate administration		20,339	13,967
Impairment of exploration and evaluation asset	5	50,900	2,820
Interest and penalties		1,145	209
Investor relations		30,000	-
Management fees	11	35,500	12,000
Office and miscellaneous		54,611	38,294
Professional fees		54,781	102,344
Project evaluation		11,427	-
Share-based compensation	9	243,251	22,192
Shareholder communications		12,280	-
Transfer agent and filing fees		21,746	18,205
		(1,268,880)	(244,421)
OTHER ITEMS			
Settlement of flow-through liability	7	22,189	-
LOSS BEFORE INCOME TAXES		(1,246,691)	(244,421)
Deferred income tax recovery	14	-	10,091
NET LOSS AND COMPREHENSIVE LOSS		(1,246,691)	(234,330)
LOSS PER SHARE – Basic and diluted		(0.05)	(0.01)
WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING – Basic and diluted			
		25,872,911	17,635,366

The accompanying notes are an integral part of these consolidated financial statements.

Musk Metals Corp.
(Formerly Gold Plus Mining Inc.)
Consolidated Statements of Changes in Shareholders' Equity (Deficiency)
Expressed in Canadian dollars

	Number	Share Capital	Reserve	Subscriptions Received	Deficit	Total
		\$	\$	\$	\$	\$
Balance, March 31, 2019	17,635,366	469,838	3,508	-	(374,870)	98,476
Share-based compensation	-	-	22,192	-	-	22,192
Net loss and comprehensive loss	-	-	-	-	(234,330)	(234,330)
Balance, March 31, 2020	17,635,366	469,838	25,700	-	(609,200)	(113,662)
Units issued for cash	8,600,000	1,340,000	-	-	-	1,340,000
Share issuance costs	-	(116,174)	44,072	-	-	(72,102)
Common shares issued for exercise of warrants	823,000	41,150	-	-	-	41,150
Common shares issued for exercise of stock options	350,000	84,595	(32,095)	-	-	52,500
Common shares issued for exploration and evaluation asset	200,000	30,000	-	-	-	30,000
Common shares issued for Tonto Investments Inc.	3,000,000	345,000	-	-	-	345,000
Units issued for acquisition of 1258512 B.C. Ltd.	3,000,000	570,000	417,995	-	-	987,995
Units issued for acquisition of 1279810 B.C. Ltd.	3,300,000	297,000	157,986	-	-	454,986
Flow-through share liability	-	(50,000)	-	-	-	(50,000)
Share-based compensation	-	-	243,251	-	-	243,251
Subscriptions received	-	-	-	89,450	-	89,450
Net loss and comprehensive loss	-	-	-	-	(1,246,691)	(1,246,691)
Balance, March 31, 2021	36,908,366	3,011,410	856,908	89,450	(1,855,891)	2,101,877

The accompanying notes are an integral part of these consolidated financial statements.

Musk Metals Corp.
(Formerly Gold Plus Mining Inc.)
Consolidated Statements of Cash Flows
Expressed in Canadian dollars

	For the Year Ended March 31,	
	2021	2020
	\$	\$
OPERATING ACTIVITIES		
Net loss for the year	(1,246,691)	(234,330)
Items not affecting cash:		
Deferred income tax recovery	-	(10,091)
Impairment of exploration and evaluation assets	50,900	2,820
Settlement of flow-through liability	(22,189)	-
Share-based compensation	243,251	22,192
Change in non-cash working capital items:		
Sales tax recoverable and other receivables	(7,344)	343
Due to related parties	19,125	12,000
Accounts payables and accrued liabilities	216,418	116,110
Cash flows used in operating activities	(746,530)	(90,956)
INVESTING ACTIVITIES		
Acquisition of exploration and evaluation asset	(10,000)	-
Exploration and evaluation expenditures, net of tax credits	(89,220)	(19,795)
Cash flows used in investing activities	(99,220)	(19,795)
FINANCING ACTIVITIES		
Proceeds from issuance of units for cash, net of share issue costs	1,267,898	-
Proceeds from issuance of common shares for exercise of warrants	41,150	-
Proceeds from issuance of common shares for exercise of stock options	52,500	-
Proceeds from subscriptions received	89,450	-
Proceeds from issuance of loans	92,000	29,900
Repayment of loans	(121,900)	-
Cash flows provided by financing activities	1,421,098	29,900
Change in cash	575,348	(80,851)
Cash, beginning of year	4,702	85,553
CASH, END OF YEAR	580,050	4,702
NON-CASH INVESTING AND FINANCING ACTIVITIES:		
Common shares issued for exploration and evaluation asset	30,000	-
Common shares issued for acquisition of Tonto Investments Inc.	345,000	-
Fair value of finder's warrants issued for share issuance costs	44,072	-
Units issued for acquisition of 1258512 B.C. Ltd.	987,995	-
Units issued for acquisition of 1279810 B.C. Ltd.	454,986	-

The accompanying notes are an integral part of these consolidated financial statements.

1. NATURE OF OPERATIONS AND GOING CONCERN

Musk Metals Corp. (“Musk” or the “Company”) was incorporated under the *Business Corporations Act* (British Columbia). On March 4, 2021, the Company changed its name from Gold Plus Mining Inc. to Musk Metals Corp. The principal business of the Company is the acquisition, exploration and evaluation of mineral properties in Canada. The Company’s shares trade on the Canadian Securities Exchange under the symbol “MUSK”.

The address of its head office is located at 303 – 570 Granville Street, Vancouver, British Columbia, Canada V6C 3P1. The address of its registered office is 800 - 885 West Georgia Street, Vancouver, British Columbia, Canada V6C 3H1.

These consolidated financial statements have been prepared on a going concern basis in accordance with International Financial Reporting Standards (“IFRS”), which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business. At March 31, 2021, the Company had not yet achieved profitable operations. The Company expects to incur further losses in the development of its exploration assets. The continued operations of the Company are dependent upon its ability to identify, evaluate and negotiate an acquisition of or participation in an interest in properties, assets or businesses. These conditions represent a material uncertainty that may cast significant doubt upon the Company’s ability to continue as a going concern. These consolidated financial statements do not include any adjustments to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern. If the going concern assumption was not used, then the adjustments required to report the Company’s assets and liabilities on a liquidation basis could be material to these consolidated financial statements.

2. BASIS OF PRESENTATION

(a) Statement of compliance

These consolidated financial statements have been prepared using accounting policies in compliance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”) and interpretations of the International Financial Reporting Interpretations Committee (“IFRIC”).

(b) Approval of the financial statements

The consolidated financial statements were reviewed by the Audit Committee and approved and authorized for issue on July 29, 2021, by the Board of Directors of the Company.

2. BASIS OF PRESENTATION (CONTINUED)

(c) Basis of preparation

The consolidated financial statements of the Company have been prepared on an accrual basis and are based on historical costs, except for certain financial assets carried at fair value. The consolidated financial statements are presented in Canadian dollars, the functional currency of the Company and its subsidiaries, unless otherwise noted.

(d) Basis of consolidation

The Company's consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries, 1109692 B.C. Ltd., 1258512 B.C. Ltd., 1279810 B.C. Ltd., and Tonto Investments Inc. The subsidiaries are entities controlled by the Company, where control is achieved by the Company being exposed to, or having rights to, variable returns from its involvement with the entities and having the ability to affect those returns through its power over the entities. The subsidiaries are fully consolidated from the date on which control is obtained by the Company and are deconsolidated from the date that control ceases. All inter-company transactions, balances, income and expenses are eliminated on consolidation.

(e) Use of estimates and judgements

The preparation of these consolidated financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported expenses during the year. Actual results could differ from these estimates.

The preparation of these consolidated financial statements require management to make judgments regarding the going concern of the Company, as discussed in Note 1, and the classification / allocation of expenditures as exploration and evaluation expenditures or operating expenses.

Significant assumptions about the future and other sources of estimation uncertainty that management has made at the end of the reporting period, that could result in a material adjustment to the carrying amounts of assets and liabilities in the event that actual results differ from assumptions made, relate to, but are not limited to, the following:

Deferred tax assets and liabilities

The measurement of deferred income tax provision is subject to uncertainty associated with the timing of future events and changes in legislation, tax rates and interpretations by tax authorities. The estimation of taxes includes evaluating the recoverability of deferred tax assets based on an assessment of the Company's ability to utilize the underlying future tax deductions against future taxable income prior to expiry of those deductions. Management assesses whether it is probable that some or all of the deferred income tax assets will not be realized.

The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income, which in turn is dependent upon the successful operations of the Company. To the extent that management's assessment of the Company's ability to utilize future tax deductions changes, the Company would be required to recognize more or fewer deferred tax assets, and deferred tax provisions or recoveries could be affected.

2. BASIS OF PRESENTATION (continued)

(e) Use of estimates and judgements (continued)

Carrying value and recoverability of exploration and evaluation assets

The carrying amount of the Company's exploration and evaluation assets does not necessarily represent present or future values, and the Company's exploration and evaluation assets have been accounted for under the assumption that the carrying amount will be recoverable. Recoverability is dependent on various factors, including the discovery of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete the development and upon future profitable production or proceeds from the disposition of the mineral properties themselves. Additionally, there are numerous geological, economic, environmental and regulatory factors and uncertainties that could impact management's assessment as to the overall viability of its properties or to the ability to generate future cash flows necessary to cover or exceed the carrying value of the Company's exploration and evaluation assets

3. SIGNIFICANT ACCOUNTING POLICIES

Exploration and evaluation assets

The Company may hold interests in mineral property interests in various forms, including prospecting licenses, exploration and exploitation concessions, mineral leases and surface rights, and property options. The Company capitalizes payments made in the process of acquiring legal title to these properties. Mineral property interest acquisition costs are recorded at historical cost. Exploration and evaluation expenditures are capitalized except for those expenditures incurred on properties prior to obtaining legal rights to explore the specific area which are recognized in profit or loss as incurred. Once the technical feasibility and commercial viability of the extraction of mineral resources in an area of interest are demonstrable, exploration and evaluation assets attributable to that area of interest are first tested for impairment and then reclassified to development assets within property, plant and equipment.

The carrying values of exploration and evaluation assets are assessed for impairment when facts and circumstances suggest that the carrying amount of an exploration and evaluation asset may exceed its recoverable amount. When impairment indicators exist, the asset's recoverable amount is estimated. If it is determined that the estimated recoverable amount is less than the carrying value of an asset, then a write-down is recognized in profit or loss. An impairment loss is reversed if there is indication that there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of amortization, if no impairment loss had been recognized.

Restoration and environmental obligations

The Company recognizes liabilities for statutory, contractual, constructive or legal obligations associated with the retirement of long-term assets, when those obligations result from the acquisition, construction, development or normal operation of the assets. The net present value of future restoration cost estimates arising from the decommissioning of plant and other site preparation work is capitalized to the related asset along with a corresponding increase in the restoration provision in the period incurred. Discount rates using a pre-tax rate that reflect the time value of money are used to calculate the net present value.

The Company's estimates of restoration costs could change as a result of changes in regulatory requirements, discount rates and assumptions regarding the amount and timing of the future expenditures. These changes are recorded directly to the related asset with a corresponding entry to the restoration provision. The Company's estimates are reviewed annually for changes in regulatory requirements, discount rates, effects of inflation and changes in estimates. The Company currently has no measurable obligations for restoration and environmental costs.

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

Share-based payments

The Company accounts for share-based payments using the fair value method. Share-based payments to employees are measured at the fair value of the instruments issued and amortized over the vesting periods. Share-based payments to non-employees are measured at the fair value of goods or services received or the fair value of the equity instruments issued, if it is determined the fair value of the goods or services cannot be reliably measured, and are recorded at the date the goods or services are received. The corresponding amount is recorded to reserves. The fair value of options is determined using the Black–Scholes Option Pricing Model which incorporates all market vesting conditions. The number of shares and options expected to vest is reviewed and adjusted at the end of each reporting period such that the amount recognized for services received as consideration for the equity instruments granted shall be based on the number of equity instruments that eventually vest.

Flow-through shares

The Company from time to time issues flow-through common shares to finance a significant portion of its exploration program. Pursuant to the terms of the flow-through share agreements, these shares transfer the tax deductibility of qualifying resource expenditures to investors.

On issuance, the Company bifurcates the flow-through share into i) a flow-through share premium, equal to the estimated premium, if any, investors pay for the flow-through feature, which is recognized as a liability; and ii) share capital. Upon expenses being renounced and incurred, the Company derecognizes the liability and the premium is recognized as other income.

Proceeds received from the issuance of flow-through shares are restricted to be used only for Canadian resource property exploration expenditures within a two-year period. The Company may also be subject to a Part XII.6 tax on flow-through proceeds renounced under the Look-back Rule, in accordance with Government of Canada flow-through regulations. When applicable, this tax is accrued as a financial expense until paid.

Financial Instruments

The Company classifies its financial instruments in the following categories: at fair value through profit or loss (“FVTPL”), at fair value through other comprehensive income (loss) (“FVTOCI”) or at amortized cost. The Company determines the classification of financial assets at initial recognition. The classification of debt instruments is driven by the Company’s business model for managing the financial assets and their contractual cash flow characteristics. Equity instruments that are held for trading are classified as FVTPL. For other equity instruments, on the day of acquisition the Company can make an irrevocable election (on an instrument-by-instrument basis) to designate them as at FVTOCI. Financial liabilities are measured at amortized cost, unless they are required to be measured at FVTPL (such as instruments held for trading or derivatives) or if the Company has opted to measure them at FVTPL.

The following table shows classification of the Company’s financial instruments:

Financial asset/ liability	Classification
Cash	Amortized cost
Accounts payable	Amortized cost
Due to related parties	Amortized cost
Loans	Amortized cost

Musk Metals Corp.

(Formerly Gold Plus Mining Inc.)

Notes to the Consolidated Financial Statements

March 31, 2021

(Expressed in Canadian dollars)

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

Financial Instruments (continued)

Measurement

Financial assets and liabilities at amortized cost

Financial assets and liabilities at amortized cost are initially recognized at fair value plus or minus transaction costs and subsequently carried at amortized cost less any impairment.

Financial assets and liabilities at FVTPL

Financial assets and liabilities carried at FVTPL are initially recorded at fair value and transaction costs are expensed in the statements of loss and comprehensive loss. Realized and unrealized gains and losses arising from changes in the fair value of the financial assets and liabilities held at FVTPL are included in the statements of loss and comprehensive income (loss) in the period in which they arise. Where management has opted to recognize a financial liability at FVTPL, any changes associated with the Company's own credit risk will be recognized in other comprehensive loss.

Impairment of financial assets at amortized cost

The Company recognizes a loss allowance for expected credit losses on financial assets that are measured at amortized cost. At each reporting date, the Company measures the loss allowance for the financial asset at an amount equal to the lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition. If at the reporting date, the financial asset has not increased significantly since initial recognition, the Company measures the loss allowance for the financial asset at an amount equal to the twelve month expected credit losses. The Company shall recognize in the statements of loss and comprehensive loss, as an impairment gain or loss, the amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized.

Derecognition

Financial assets

The Company derecognizes financial assets only when the contractual rights to cash flows from the financial assets expire, or when it transfers the financial assets and substantially all of the associated risks and rewards of ownership to another entity. Gains and losses on derecognition are generally recognized in the statements of loss and comprehensive loss.

Financial liabilities

The Company derecognizes financial liabilities only when its obligations under the financial liabilities are discharged, cancelled or expired. Generally, the difference between the carrying amount of the financial liability derecognized and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognized in the statements of loss and comprehensive loss.

Loss per share

Basic loss per share is calculated by dividing the net loss for the year divided by the weighted average number of common shares outstanding during the year. The diluted loss per share are calculated based on the weighted average number of common shares outstanding during the year, plus the effects of the dilutive common share equivalents. This method requires that the dilutive effect of outstanding options and warrants issued be calculated using the treasury stock method.

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

Impairment of non-financial assets

An impairment loss is recognized when the carrying amount of an asset, or its cash generating unit (“CGU”), exceeds its recoverable amount. A CGU is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets. Impairment losses are recognized in profit and loss for the period. Impairment losses recognized in respect of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to CGUs and then to reduce the carrying amount of the other assets in the unit on a pro-rata basis. The recoverable amount of assets is the greater of an asset’s fair value less cost to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects the current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate cash inflows largely independent of those from other assets, the recoverable amount is determined for the cash-generating unit to which the asset belongs. An impairment loss is only reversed if there is an indication that the impairment loss may no longer exist and there has been a change in the estimates used to determine the recoverable amount, however, not to an amount higher than the carrying amount that would have been determined had no impairment loss been recognized in previous years. Assets that have an indefinite useful life are not subject to amortization and are tested annually for impairment.

Future accounting standards, amendments and interpretations

There are no other pending IFRSs or IFRIC interpretations that are expected to have a material impact on the Company’s condensed interim consolidated financial statements.

4. ACQUISITIONS

1258512 B.C. Ltd.

On September 22, 2020, the Company completed a share purchase agreement with 1258512 B.C. Ltd. (“1258512”) and the shareholders of 1258512 (collectively, the “Vendors”), pursuant to which the Company acquired all of the issued and outstanding shares of 1258512 from the Vendors for consideration of 3,000,000 units. Each unit consisted of one common share and one warrant, with each warrant being exercisable into one common share at \$0.15 per share for 3 years. The acquisition of the 1258512 shares has been accounted for as an asset acquisition as, at the time of the transaction, 1258512 did not meet the definition of a business. The consideration paid has been allocated to the exploration and evaluation assets as at the date of acquisition.

The purchase price of the acquisition has been allocated as follows:

Purchase Price	\$
Fair value of common shares	570,000
Fair value of warrants	417,995
Net Assets Acquired (Note 5)	987,995

Musk Metals Corp.
(Formerly Gold Plus Mining Inc.)
Notes to the Consolidated Financial Statements
March 31, 2021
(Expressed in Canadian dollars)

4. ACQUISITIONS (continued)

1279810 B.C. Ltd.

On January 4, 2021, the Company completed a share purchase agreement with 1279810 B.C. Ltd. ("1279810") and the shareholders of 1279810 (collectively, the "Vendors"), pursuant to which the Company acquired all of the issued and outstanding shares of 1279810 from the Vendors for consideration of 3,300,000 units. Each unit consisted of one common share and one warrant, with each warrant exercisable into one common share at \$0.10 per share for 1 year. The acquisition of the 1279810 shares has been accounted for as an asset acquisition as at the time of the transaction, 1279810 did not meet the definition of a business. The consideration paid has been allocated to the exploration and evaluation assets as at the date of acquisition.

The purchase price of the acquisition has been allocated as follows:

Purchase Price	\$
Fair value of common shares	297,000
Fair value of warrants	157,986
	<u>454,986</u>
Net Assets Acquired	\$
Exploration and evaluation assets (Note 5)	466,326
Accounts payable	(11,340)
	<u>454,986</u>

Tonto Investments Inc.

On March 25, 2021, the Company completed a share purchase agreement with Tonto Investments Inc. ("Tonto") and the shareholders of Tonto (collectively, the "Vendors"), pursuant to which the Company acquired all of the issued and outstanding shares of Tonto from the Vendors for consideration of 3,000,000 common shares. The acquisition of the Tonto shares has been accounted for as an asset acquisition as, at the time of the transaction, Tonto did not meet the definition of a business. The consideration paid has been allocated to the exploration and evaluation assets as at the date of acquisition.

The purchase price of the acquisition has been allocated as follows:

Purchase Price	\$
Fair value of common shares	345,000
	<u>345,000</u>
Net Assets Acquired	\$
Exploration and evaluation assets (Note 5)	345,000
	<u>345,000</u>

Musk Metals Corp.**(Formerly Gold Plus Mining Inc.)**

Notes to the Consolidated Financial Statements

March 31, 2021

(Expressed in Canadian dollars)

5. EXPLORATION AND EVALUATION ASSETS***Pluto Gold Prospect, Ontario***

The Company has acquired the rights, through staking, to mineral claims located in the Chapais Township, Quebec, collectively known as the Pluto Gold Prospect.

McDonough Red Lake Prospect, B.C.

On May 20, 2020, the Company entered into a property option agreement to acquire a 100% interest in the McDonough Red Lake Prospect. The McDonough Red Lake Prospect consists of 4 claims in the Red Lake Greenstone Belt of northwestern Ontario. Under the terms of the agreement, the Company will pay \$2,000 (paid) and issue 200,000 common shares (issued) upon signing, \$8,000 (paid) within 30 days of signing, \$10,000 (paid) and 200,000 common shares within 12 months of signing (issued subsequently – Note 15), \$15,000 on the second anniversary of signing and \$25,000 on the third anniversary of signing. The property is subject to a 1.5% Net Smelter Return (“NSR”) of which the Company has the right to purchase a 0.75% NSR for \$500,000.

Lawyers East and West Prospect, B.C.

On September 22, 2020, the Company acquired mineral claims located in the Golden Triangle region of British Columbia, collectively known as the Lawyers East and West Prospect in connection with the acquisition of 1258512 (Note 4).

Lawyers North Prospect, B.C.

On January 4, 2021, the Company acquired mineral claims located in the Golden Triangle region of British Columbia, collectively known as the Lawyers North Prospect in connection with the acquisition of 1279810 (Note 4).

Elon Lithium Prospect, Quebec

On March 25, 2021, the Company acquired mineral claims located in the La Corne and Fiedmont townships of Quebec, collectively known as the Elon Lithium Prospect in connection with the acquisition of Tonto (Note 4). During the year ended March 31, 2021, the Company recognized an impairment of \$50,900 on the Elon Lithium Prospect.

The Company has incurred costs on its exploration and evaluation assets as follows:

	Pluto Gold Prospect	McDonough Red Lake Prospect	Lawyers East and West Prospect	Lawyers North Prospect	Elon Lithium Prospect	Total
	\$	\$	\$	\$	\$	\$
Balance, March 31, 2019	93,306	-	-	-	-	93,306
Exploration expenditures:						
Geological	19,795	-	-	-	-	19,795
Impairment	(2,820)	-	-	-	-	(2,820)
Balance, March 31, 2020	110,281	-	-	-	-	110,281
Acquisition costs	-	40,000	987,995	466,326	345,000	1,839,321
Exploration expenditures:						
Geological	35,000	46,254	14,010	-	-	95,264
Mining tax credits received	(6,044)	-	-	-	-	(6,044)
Impairment	-	-	-	-	(50,900)	(50,900)
Balance, March 31, 2021	139,237	86,254	1,002,005	466,326	294,100	1,987,922

Musk Metals Corp.
(Formerly Gold Plus Mining Inc.)
Notes to the Consolidated Financial Statements
March 31, 2021
(Expressed in Canadian dollars)

6. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	March 31, 2021 \$	March 31, 2020 \$
Accounts payable	355,199	131,763
Accrued liabilities	34,826	30,504
	390,025	162,267

7. OTHER LIABILITIES

Other liabilities include the liability portion of the flow-through shares issued. The following is a continuity schedule of the liability portion of the flow-through share issuances:

Flow-through Liabilities	\$
Balance, March 31, 2020 and 2019	-
Liability incurred on flow-through shares issued	50,000
Settlement of flow-through share liability on incurring expenditures	(22,189)
Balance, March 31, 2021	27,811

8. LOANS

As at March 31, 2021, the Company owed short-term loans of \$nil (2020 - \$29,900) to third parties. The loans are unsecured, bear interest at 10% per annum, and are due upon demand. The loans have been recorded at their face value, which is estimated to be their fair value due their expected short-term nature. As of March 31, 2021, accrued interest of \$nil (2020 - \$1,063) is included in accounts payable and accrued liabilities.

9. SHARE CAPITAL

- (a) Authorized – Unlimited number of common shares without par value.
- (b) Issued and Outstanding

Year ended March 31, 2021:

On May 25, 2020, the Company issued 200,000 common shares with a fair value of \$30,000 pursuant to a purchase agreement to acquire a 100% interest in the McDonough Red Lake Prospect (Note 5).

On August 10, 2020, the Company issued 350,000 common shares pursuant to the exercise of stock options at an exercise price of \$0.15 per share for total proceeds of \$52,500.

On August 24, 2020, the Company issued 5,030,000 non-flow through units at \$0.15 per unit, for gross proceeds of \$754,500 and 700,000 flow through units at \$0.20 per unit, for gross proceeds of \$140,000. Each unit consists of one common share and one warrant, with each warrant exercisable into one common share at \$0.30 per share for a two-year term. In connection with the closing of the first tranche, the Company paid cash finder's fees of \$37,820, issued 252,133 finder's warrants with a fair value of \$26,451 and incurred other financing costs of \$6,385. Each finder's warrant is exercisable into one common share at \$0.30 per share for a 2 year term.

On September 4, 2020, the Company issued 2,570,000 non-flow through units at \$0.15 per unit, for gross proceeds of \$385,500 and 300,000 flow through units at \$0.20 per unit, for gross proceeds of \$60,000. Each unit consists of one common share and one warrant, with each warrant exercisable into one common share at \$0.30 per share for a two-year term. In connection with the closing of the first tranche, the Company paid cash finder's fees of \$26,459, issued 168,395 finder's warrants with a fair value of \$17,621 and incurred other financing costs of \$1,438. Each finder's warrant is exercisable into one common share at \$0.30 per share for a 2 year term.

9. SHARE CAPITAL (continued)

(b) Issued and Outstanding (continued)

On September 22, 2020, the Company issued 3,000,000 units with a fair value of \$987,995 pursuant to a share purchase agreement to acquire a 100% interest in 1258512 B.C. Ltd. (Note 4). Each unit consisted of one common share and one share purchase warrant, with each warrant exercisable into one common share at \$0.15 per share for a 3 year term.

On October 9, 2020, the Company issued 252,000 common shares pursuant to the exercise of warrants at an exercise price of \$0.05 per share for total proceeds of \$12,600.

On October 14, 2020, the Company issued 571,000 common shares pursuant to the exercise of warrants at an exercise price of \$0.05 per share for total proceeds of \$28,550.

On January 4, 2021, the Company issued 3,300,000 units with a fair value of \$454,986 pursuant to a share purchase agreement to acquire a 100% interest in 1279810 B.C. Ltd. (Note 4). Each unit consisted of one common share and one share purchase warrant, with each warrant exercisable into one common share at \$0.10 per share for a 1 year term.

On March 25, 2021, the Company issued 3,000,000 common shares with a fair value of \$345,000 pursuant to a share purchase agreement to acquire a 100% interest in Tonto Investments Inc. (Note 4).

Year ended March 31, 2020:

The Company did not issue any common shares during the year ended March 31, 2020.

(c) Stock options

The Company's incentive stock option plan provides that the Board of Directors of the Company may from time to time, in its discretion, and in accordance with the applicable stock exchange's requirements and limitations, grant to directors, officers, employees and consultants to the Company, non-transferable options to purchase common shares.

	Number of Options	Weighted Average Exercise Price \$
Outstanding and exercisable, March 31, 2019	-	-
Granted	350,000	0.12
Outstanding and exercisable, March 31, 2020	350,000	0.12
Granted	3,730,000	0.12
Exercised	(350,000)	0.15
Cancelled/Forfeited	(800,000)	0.16
Outstanding and exercisable, March 31, 2021	2,930,000	0.10

Share-based compensation expense is determined using the Black-Scholes option pricing model. During the year ended March 31, 2021, the Company recognized share-based compensation expense of \$243,251 (2020 - \$22,192) in reserve, of which \$32,092 (2020 - \$22,192) pertains to directors and officers of the Company.

Musk Metals Corp.
(Formerly Gold Plus Mining Inc.)
Notes to the Consolidated Financial Statements
March 31, 2021
(Expressed in Canadian dollars)

9. SHARE CAPITAL (continued)

(c) Stock options (continued)

The weighted average fair value of options granted during the year ended March 31, 2021, was \$0.07 (2020 - \$0.06) per share. Weighted average assumptions used in calculating the fair value of share-based compensation expense are as follows:

	2021	2020
Risk-free interest rate	0.22%	1.59%
Dividend yield	0%	0%
Expected volatility	136%	100%
Expected life (years)	1.1	2.0
Forfeiture rate	0%	0%

As at March 31, 2021, the following stock options are outstanding and exercisable:

Number of Stock Options	Exercise Price \$	Expiry Date
150,000	0.12	April 3, 2021*
400,000	0.13	April 1, 2021**
1,500,000	0.07	July 20, 2021
880,000	0.15	July 10, 2022
<u>2,930,000</u>		

*Expired subsequently

**Exercised subsequently

The weighted average stock price on the date of the exercise of stock options during the year ended March 31, 2021, was \$0.24 (2020 - \$nil) per share

(d) Share purchase warrants

	Number of Warrants	Weighted Average Exercise Price \$
Balance, March 31, 2019 and 2020	15,501,750	0.06
Issued	15,320,528	0.23
Exercised	(823,000)	0.05
Expired	(301,750)	0.40
Balance, March 31, 2021	<u>29,697,528</u>	<u>0.14</u>

As at March 31, 2021, the Company had 29,697,528 share purchase warrants outstanding. Each warrant entitles the holder the right to purchase one common share as follows:

Number of Warrants	Exercise Price \$	Expiry Date
3,300,000	0.10	January 4, 2022
5,982,133	0.30	August 24, 2022
3,038,395	0.30	September 4, 2022
3,000,000	0.15	September 22, 2023
14,377,000	0.05	April 19, 2027
<u>29,697,528</u>		

As at March 31, 2021, the weighted average remaining life of warrants outstanding was 3.69 years.

10. RESERVE

	March 31, 2021 \$	March 31, 2020 \$
Balance, beginning of year	25,700	3,508
Share-based compensation	243,251	22,192
Fair value of finder's warrants	44,072	-
Fair value of warrants issued for acquisition of 1258512 B.C. Ltd.	417,995	-
Fair value of warrants issued for acquisition of 1279810 B.C. Ltd.	157,986	-
Reclassification of fair value of stock options exercised	(32,095)	-
Balance, end of year	856,908	25,700

11. RELATED PARTY TRANSACTIONS

Key management personnel compensation

The Company considers key management personnel to be the directors and officers and others that have authority and responsibility for planning, directing and controlling the activities of the Company.

During the year ended March 31, 2021, the Company incurred \$2,500 (2020 - \$nil) in management fees to a company controlled by the Chief Executive Officer of the Company, for services rendered.

During the year ended March 31, 2021, the Company incurred \$12,500 (2020 - \$nil) in management fees to a company controlled by the Chief Financial Officer of the Company, for services rendered.

During the year ended March 31, 2021, the Company incurred \$12,500 (2020 - \$nil) in management fees to a company controlled by a Director of the Company, for services rendered.

During the year ended March 31, 2021, the Company incurred \$2,750 (2020 - \$nil) in general consulting fees to a company controlled by a Director of the Company, for services rendered.

During the year ended March 31, 2021, the Company incurred \$8,000 (2020 - \$12,000) in management fees to the former Chief Executive Officer of the Company, for services rendered.

Related party balances

As at March 31, 2021, the Company has a balance of \$2,625 (2020 - \$nil) payable to a company controlled by the Chief Executive Officer of the Company. The amount is unsecured, non interest-bearing and due on demand.

As at March 31, 2021, the Company has a balance of \$7,875 (2020 - \$nil) payable to a company controlled by the Chief Financial Officer of the Company. The amount is unsecured, non interest-bearing and due on demand.

As at March 31, 2021, the Company has a balance of \$10,625 (2020 - \$nil) payable to companies controlled by Directors of the Company. The amounts are unsecured, non interest-bearing and due on demand.

As at March 31, 2021, the Company has a balance of \$36,000 (2020 - \$38,000) payable to the former Chief Executive Officer of the Company. The amount is unsecured, non interest-bearing and due on demand.

12. FINANCIAL RISK AND CAPITAL MANAGEMENT

The Company is exposed in varying degrees to a variety of financial instrument related risks. The Board of Directors approves and monitors the risk management processes. The type of risk exposure and the way in which such exposure is managed is provided as follows:

(a) Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to credit risk is on its cash held in bank accounts. The Company's cash is deposited with a major bank in Canada. This risk is managed by using a major bank that is a high credit quality financial institution as determined by rating agencies.

(b) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company has a planning and budgeting process in place to help determine the funds required to support the Company's normal operating requirements on an ongoing basis.

Historically, the Company's primary source of funding has been the issuance of equity securities for cash, primarily through private placements and the advance of loans. The Company's access to equity financing is dependent upon market conditions and market risks. There can be no assurance of continued access to equity funding.

(c) Interest rate risk

Interest rate risk is the risk due to variability of interest rates. The Company is exposed to interest rate risk on its bank account and loans. The income earned on the bank account is subject to the movements in interest rates. The Company has cash balances and fixed interest-bearing loans, therefore, interest rate risk is nominal.

(d) Capital management

The Company's policy is to maintain a capital base sufficient to maintain investor and creditor confidence and to sustain future development of the business. The capital structure of the Company consists of working capital and share capital. There were no changes in the Company's approach to capital management during the period. The Company is not subject to any externally imposed capital requirements.

(e) Classification of financial instruments

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;

Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly;

Level 3 – Inputs that are not based on observable market data.

12. FINANCIAL RISK AND CAPITAL MANAGEMENT (continued)

(e) Classification of financial instruments (continued)

Financial assets and financial liabilities included in the statement of financial position are as follows:

	March 31, 2021	March 31, 2020
	\$	\$
Cash	580,050	4,702
Accounts payable and accrued liabilities	390,025	162,267
Due to related parties	57,125	38,000
Loans	-	29,900

(f) Fair value

The Company's financial instruments are presented as level one within the fair value hierarchy as at March 31, 2021 and 2020, based on observable information and demand payment requirement.

13. SEGMENTED INFORMATION

The Company and its subsidiary are considered to be operating in one operating segment, being the exploration of mineral resource properties. The Company's property and offices are located in Canada.

14. INCOME TAXES

A reconciliation of income taxes at statutory rates with reported taxes is as follows:

	2021	2020
	\$	\$
Net loss for the year	(1,246,691)	(244,421)
Statutory income tax rate	27%	27%
Income tax benefit computed at statutory tax rate	(336,607)	(65,994)
Permanent differences	15,646	8,757
Effect of renunciation of flow-through expenditures	(54,000)	-
Change to future income tax rate	(5,007)	(2,709)
Share issue cost	19,468	-
Change in valuation allowance	360,500	59,740
Deferred income tax expense (recovery)	-	(10,091)

14. INCOME TAXES (continued)

Significant components of the Company's unrecognized deferred tax assets are as follows

	2021	2020
	\$	\$
Non-capital losses	430,967	148,757
Exploration and evaluation assets	54,420	(9,330)
Share issue costs	17,304	2,594
	502,691	142,021
Valuation allowance	(502,691)	(142,021)
Net deferred tax liabilities	-	-

No net deferred tax asset has been recognized in respect of the above because the amount of future taxable profit that will be available to realize such assets is not probable.

The Company has non-capital losses of \$1,596,000 available for carry-forward to reduce future years' income for income tax purposes. These losses expire beginning in 2036.

15. SUBSEQUENT EVENTS

- (a) On April 1, 2021, the Company granted a total of 1,200,000 stock options to Directors and consultants of the Company, which are exercisable at \$0.115 per share until April 1, 2022.
- (b) On April 6, 2021, the Company entered into a property option agreement pursuant to which the Company can acquire a 100% interest in the Pakeagama Lithium claims located in the Electric Avenue pegmatite field of northwestern Ontario. The property consists of four contiguous mining claims covering approximately 1,490 hectares. In order to acquire a 100% interest, the Company must pay:
 - i) \$8,000 and issue 300,000 common shares (issued April 7, 2021) within 3 business days of signing the property option agreement;
 - ii) \$12,000 and issue 300,000 common shares on the first-year anniversary;
 - iii) \$20,000 on the second-year anniversary; and
 - iv) \$30,000 on the third-year anniversary.

The property is subject to a 1.5% Net Smelter Return ("NSR") to the vendor, of which the Company has the right to purchase a 0.5% NSR for \$500,000.

- (c) On May 12, 2021, the Company issued 200,000 common shares pursuant to the property option agreement to acquire a 100% interest in the McDonough Red Lake Prospect (Note 5).
- (d) On July 29, 2021, the Company issued 4,166,666 flow-through units at \$0.12 per unit, for gross proceeds of \$500,000. Each unit consists of one flow-through common share and one-half of one non-flow-through warrant, with each whole warrant exercisable into one common share at \$0.14 per share for a two-year term. The Company issued 383,333 Broker Warrants as a finders' fee; each Broker Warrant entitles the holder to purchase one common share (on a non-flow-through basis) at a price of \$0.12 per Broker Warrant Share for two year term.
- (e) Subsequent to the year ended March 31, 2021, a total of 350,000 stock options exercisable at prices ranging between \$0.115 per share and \$0.12 per share expired unexercised.
- (f) Subsequent to the year ended March 31, 2021, the Company issued a total of 1,700,000 common shares pursuant to the exercise of stock options with exercise prices ranging between \$0.07 per share and \$0.13 per share for total proceeds of \$143,000, of which \$26,000 was received prior to March 31, 2021, and is included in subscriptions received.

5. SUBSEQUENT EVENTS (continued)

- (a) Subsequent to the year ended March 31, 2021, the Company issued a total of 5,128,500 common shares pursuant to the exercise of warrants at \$0.05 per share for total proceeds of \$256,425, of which \$63,450 was received prior to March 31, 2021, and is included in subscriptions received..